

United States Bankruptcy Court

DISTRICT OF VERMONT

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): KWB Real Estate Group, L.P.					Name of Joint Debtor (Spouse) (Last, First, Middle):				
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): None					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):				
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): EIN: 11-3663659					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):				
Street Address of Debtor (No. and Street, City, and State) 73 Main Street, Ste #1 Brattleboro, VT					Street Address of Joint Debtor (No. and Street, City, and State)				
ZIPCODE 05301					ZIPCODE				
County of Residence or of the Principal Place of Business: Windham					County of Residence or of the Principal Place of Business:				
Mailing Address of Debtor (if different from street address): PO Box 141 Brattleboro, VT					Mailing Address of Joint Debtor (if different from street address):				
ZIPCODE 05301					ZIPCODE				
Location of Principal Assets of Business Debtor (if different from street address above):					ZIPCODE				
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) 		Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code)		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding			Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts		
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					Check one box: Chapter 11 Debtors <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business as defined in 11 U.S.C. § 101(51D) Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000 Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes, in accordance with 11 U.S.C. § 1126(b).				
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.									THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-5000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000									
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): KWB Real Estate Group, L.P.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: NONE	Case Number:	Date Filed:	
Location Where Filed: N.A.	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: NONE	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) Date	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) <input type="checkbox"/> Landlord has a judgment for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div> <input type="checkbox"/> Debtor claims that under applicable non bankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

KWB Real Estate Group, L.P.

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by § 1515 of title 11 are attached.

☐

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney*

X

Signature of Attorney for Debtor(s)

RAYMOND J. OBUCHOWSKI

Printed Name of Attorney for Debtor(s)

Obuchowski & Emens-Butler PC

Firm Name

PO Box 60

Address

Bethel VT 05060-0060

802-234-6244 ray@oeblaw.com

Telephone Number

e-mail

September 1, 2009

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Authorized Individual

TODD M. ENRIGHT

Printed Name of Authorized Individual

Manager of Windham Real Estate Group, LLC, Sole General Partner

Title of Authorized Individual

September 1, 2009

Date

Signature of Non-Attorney Petition Preparer

I declare under penalty of perjury that 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, 2) I prepared this document for compensation, and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. § 110(b), 110(h), and 342(b); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.

MINUTES OF SPECIAL MEETING
OF THE MEMBERS OF THE GENERAL PARTNER OF
KWB REAL ESTATE GROUP, L.P.

Minutes of a Special Meeting of the Members held at 1542 Route 107, Royalton, Vermont on the 1st day of September, 2009, at 5:00 P.M. in the afternoon of that day.

The Managing Member called the meeting to order, and called the roll of the Members.

The following Members answered present:

Todd M. Enright, Managing Member of Windham Real Estate Group, LLC, General Partner of KWB Real Estate Group, L.P.

The Managing Member was then elected to chair the meeting, and further requested Raymond Obuchowski to take the minutes of the meeting, as secretary.

The Managing Member of the General Partner then stated that this meeting was called at the request of the Members to consider the following business:

Whether the Limited Partnership, KWB Real Estate Group, L.P. should file a petition for relief under Chapter 11 of the Bankruptcy Code.

The Managing Member then read the notice of continued special meeting and stated that the Members, then present, had waived notice thereof, in accordance with the By-Laws.

On motion duly made and carried, the notice was ordered spread upon the minutes.

Thereupon and thereafter the business of proceeding under Chapter 11 of the Bankruptcy Code for purposes of liquidation was taken up and discussed.

Thereafter, on motion duly made and carried, it was

Resolved, that the Limited Partnership proceed with the filing of a petition for relief under Chapter 11 of the Bankruptcy Code and the General Partner, by and through its Managing Member, Todd M. Enright, is empowered to execute the petition for relief, and the officers of the Corporation are further empowered to execute, make and deliver any and all documents necessary to effectuate these purposes; and it further is,


Resolved, that the Limited Partnership retain Obuchowski & Emens-Butler, P.C. of Bethel, VT as its attorney to effectuate these purposes.

There being no further business, the meeting adjourned.

DATED: September 1, 2009

KWB REAL ESTATE GROUP, L.P.

BY:



Todd M. Enright, Limited Partner and Manager of
Windham Real Estate Group, LLC, Sole General Partner of
KWB Real Estate Group, L.P.

US Trustee
74 Chapel St., Suite 200
Albany NY 12207

Internal Revenue Service
Centralized Insolvency Operation
PO Box 21126
Philadelphia PA 19114

VT Dept. of Taxes
Bankruptcy Unit 3rd Fl.
PO Box 429
Montpelier VT 05602-0694

Barrows and Fisher Oil Co.
35 Main St.
PO Box 496
Brattleboro, VT 05301

Bayview Loan Servicing, LLC
4425 Ponce De Leon Blvd
5th Floor
Coral Gables, FL 33146

Cocoplum Appliances, Inc.
1300 Putney Rd.
Brattleboro, VT 05301

Goodenough Rubbish Removal LLC
1209 Melendy Hill Drive
Guilford, VT 05301

Josh Lobe, Esq.
Atty for Bayview Loan Srvng
30 Kimball Ave, Ste 306
South Burlington, VT 05403

Laurie Rowell, Esq.
Fitts Olson & Giddings
16 High St.
Brattleboro, VT 05301-3001

Middlebury Advisors LLC
PO Box 148
Brattleboro, VT 05302-0148

Middlebury Real Estate Partners LP
PO Box 148
Brattleboro, VT 05302-0148

Todd Enright
PO Box 25
Hinsdale, NH 03051

Town of Brattleboro
230 Main Street
Suite 111
Brattleboro, VT 05301

Town of Brattleboro
230 Main Street
Suite 111
Brattleboro, VT 05301

Windham Real Estate Group LLC
PO Box 141
Brattleboro VT 05302-0141

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF VERMONT**

In re KWB Real Estate Group, L.P.,
Debtor

Case No. _____

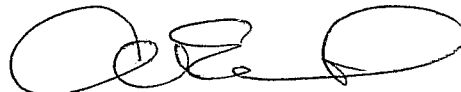
Chapter 11

VERIFICATION OF LIST OF CREDITORS

I hereby certify under penalty of perjury that the attached List of Creditors which consists of 2 pages, is true, correct and complete to the best of my knowledge.

Date September 1, 2009

Signature



TODD M. ENRIGHT,
Manager of Windham Real Estate Group, LLC,
Sole General Partner